

# ITEL RAIL

55 Francisco  
San Francisco, California 94133  
(415) 955-9090  
Telex 34234

RECORDATION NO. 14002-A

JUN 21 1983 -3 00 PM

INTERSTATE COMMERCE COMMISSION

3-172 A160

Not JUN 21 1983

Date

Fee \$ 10.00

ICC Washington, D.C.

June 16, 1983

Ms. Agatha Mergenovich, Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

Dear Ms. Mergenovich:

Pursuant to 49 U.S.C. Section 11303(a) and the Interstate Commerce Commission's rules and regulations thereunder, I enclose herewith on behalf of Itel Corporation for filing and recordation under Recordation No. 14002, which is the Lease Agreement dated February 17, 1983 (the "Lease") between Itel Corporation, Rail Division ("Itel") and the Soo Line Railroad Company (the "Lessee"), filed on April 11, 1983 at 1:05 p.m., four counterparts of the following document:

Amendment No. 1 dated April 25, 1983 to the Lease  
between Itel and Lessee.

The names and addresses of the parties to the aforementioned Amendment are:

1. Soo Line Railroad Company  
Soo Line Building  
Minneapolis, Minnesota 55440
2. Itel Corporation, Rail Division  
55 Francisco, 7th Floor  
San Francisco, California 94133

The equipment covered by this Amendment is fifty one (51) 89', 70-ton flatcars, AAR mechanical designation FC, bearing reporting marks SOO 54794 through and including 54844.

Also enclosed is a check in the amount of \$10.00 for the required recording fee.

We think  
this one may be  
14002-A, but  
please check

Buy

C

**Interstate Commerce Commission**  
**Washington, D.C. 20423**

6/21/83

**OFFICE OF THE SECRETARY**

Patricia Salas Pineda  
Intel Rail Div.  
55 Francisco  
San Francisco, Cali. 94133

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 6/21/83 at 3:00pm, and assigned re-recording number(s). 9168-E, 9778-L, 13706-I14002-A & 14066

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

14 002-A  
L-0474  
4/25/83

AMENDMENT NO. 1

RECORDATION NO. 14002-A  
JUN 21 1983 3 00 PM  
INTERSTATE COMMERCE COMMISSION

THIS AMENDMENT NO. 1 (the "Amendment") to that certain Lease Agreement (the "Agreement") made as of February 17, 1983 between ITEL CORPORATION, RAIL DIVISION ("Lessor") and SOO LINE RAILROAD COMPANY ("Lessee") is made this 25th day of April, 1983, between Lessor and Lessee.

**W I T N E S S E T H:**

WHEREAS, Lessor and Lessee are parties to the Agreement, pursuant to which two hundred (200) flatcars ("Cars") bearing the reporting marks SOO 54694-54893 have been leased by Lessor to Lessee.

NOW, THEREFORE, in consideration of the promises and mutual covenants contained herein, the parties agree to amend the Agreement as follows:

1. All terms defined in the Agreement shall have their defined meanings when used in this Amendment.
2. Equipment Schedule No. 3, executed on March 14, 1983, which is attached to and incorporated into the Agreement, shall be deleted in its entirety, and Amended Equipment Schedule No. 3 and Equipment Schedule No. 4, attached hereto, shall be substituted therefor.
3. The parties agree that all rights and obligations of Lessor may be assigned to Itel Rail Corporation upon confirmation and effectiveness of a Plan of Reorganization for Itel Corporation by the United States Bankruptcy Court Northern District of California or by another court of competent jurisdiction, and that upon such assignment and upon the assumption of Itel Rail Corporation of all of Itel Corporation's obligations hereunder, Itel Corporation is hereby released from all liabilities hereunder without further action by the parties and Itel Rail Corporation shall assume all such obligations without further action by the parties.
4. Except as expressly modified by this Amendment, all terms and provisions of the Agreement shall remain in full force and effect.
5. This Amendment may be executed by the parties hereto in any number of counterparts and all said counterparts taken together shall be deemed to constitute one and the same instrument.

ITEL CORPORATION,  
RAIL DIVISION

By: 

Title: President

Date: May 24, 1983

SOO LINE RAILROAD COMPANY

By: 

Title: Vice President Operations

Date: 5-5-83

ASSIGNED TO FIRST SECURITY BANK  
OF UTAH, N.A., TRUSTEE, UNDER  
A LEASE ASSIGNMENT DATED  
AS OF April 11, 1983

LESSOR'S INTEREST ASSIGNED TO  
FIRST SECURITY BANK OF  
UTAH, N.A., WITH RESPECT TO  
CARS NUMBERED SOO 54845-54893